

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Ref. Nos. 8202

CERTIFICATION OF COUNSEL

I, Matthew R. Pierce, counsel to FTX Trading Ltd. and its affiliated debtors and debtors-in-possession (the “Debtors”), hereby certify as follows to the best of my knowledge, information and belief:

1. On February 28, 2024, the Debtors filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) the *Motion of Debtors for Entry of an Order Authorizing and Approving (I) Entry Into, and Performance Under, the Share and Asset Purchase Agreement, (II) the Sale of the Shares of the Transferred Subsidiaries, Shares of the Minority Entities and Transferred Assets Free and Clear of all Liens, Claims, Interests and Encumbrances and (III) Dismissing the Chapter 11 Cases of the FTX Europe Subsidiaries* [D.I. 8202] (the “Motion”).²

2. As of the date hereof, no formal objections or other responses to the Motion have been filed or served on the Debtors. The Debtors received informal comments (the “Informal Comments”) from the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”).

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>. The principal place of business of Debtor Emergent Fidelity Technologies Ltd is Unit 3B, Bryson’s Commercial Complex, Friars Hill Road, St. John’s, Antigua and Barbuda.

² Capitalized terms used but otherwise not defined herein shall have the meanings ascribed to them in the Motion.

3. To resolve the Informal Comments, the Debtors have revised the proposed form of order (the “Revised Order”), a copy of which is attached hereto as **Exhibit A**. A copy of the Revised Order compared against the proposed form of order attached to the Motion is attached hereto as **Exhibit B**. The Revised Order has been circulated to the U.S. Trustee, the Official Committee of Unsecured Creditors appointed in these chapter 11 cases (the “Committee”), the Ad Hoc Committee of Non-US Customers of FTX.com (the “Ad Hoc Committee”), and the Purchaser Parties (together with the U.S. Trustee, the Committee and the Ad Hoc Committee, the “Parties”). The Parties have no objection to the entry of the Revised Order. In accordance with the Court’s electronic order processing procedures, a clean copy of the Revised Order shall be uploaded to CM/ECF.

4. Accordingly, the Debtors respectfully request that the Court enter the Revised Order at its earliest convenience.

Dated: March 14, 2024
Wilmington, Delaware

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/s/ Matthew R. Pierce

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